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Attorneys for Defendants

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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THE ASSOCIATED PRESS,	:	
	:	
<i>Plaintiff,</i>	:	No. 1:08-CV-000323 (PKC)
	:	ECF CASE
v.	:	
	:	
ALL HEADLINE NEWS CORP., ET AL.,	:	
	:	
<i>Defendants.</i>	:	
-----X		

DECLARATION OF W. JEFFREY BROWN

I, W. JEFFREY BROWN, hereby declare as follows:

1. I am the president of Defendant AHN Media Corp. and the former president of Defendant All Headline News Corp., as well as an individual named defendant in this litigation. I offer this declaration based on my personal knowledge.

2. Defendant All Headline News Corp. was a Florida corporation, but it no longer exists.

3. Defendant AHN Media Corp. is a Florida corporation with its principle place of business at 1200 Corporate Center Way, Wellington, Florida.

4. I am a Florida citizen and reside in Wellington, Florida.

5. Defendant Danielle George is a Florida citizen and resides in West Palm Beach, Florida.

6. Although the Complaint alleges that Defendants have an office in New York City, that is not correct. AHN Media Corp. at one time made preparations to open an office in New York and paid the necessary fees to use a “virtual office” service in New York. However, AHN Media never used that service, and its contract with the service provider has expired. AHN Media did at one time list a New York office on its website, but it no longer does. AHN Media has no current plans to open a New York office.

7. AHN Media Corp. conducts all of its business from Florida. Specifically, it contracts and works with individual writers and reporters in other states and countries, but all of the coordination of those activities and the core business of the AHN Media operates out of Florida. Our writers and reporters in other states provide their own office space, whether by working out of their home offices or separate office space. Our computer servers and the news feeds they provide are located in Florida.

8. Defendants do not have any particular connection with New York. AHN Media Corp. does not have any assets or bank accounts in New York; it has no employees in New York. AHN Media markets its services to companies throughout the United States, but it has no particular focus on New York. AHN Media does have clients in New York, but they comprise a small fraction of our overall business.

9. The AHN Media Corp. website at <http://www.allheadlinenews.com> is hosted at our ISP in Florida. The Internet domain name “allheadlinenews.com” is owned by AHN Media Corp. The services offered through the website are controlled by AHN Media Corp.

10. Defendants do not have any contractual relationship with Plaintiff. The Complaint alleges that the parties formerly had a contractual relationship, but that is incorrect. As shown on the face of the contract, the contract was between Press Association, Inc., a subsidiary of the Associated Press, and AmeriClicks, Inc. AmeriClicks, Inc. has never been related to any corporate defendant in the case; no corporate defendant is a successor to AmeriClicks.

11. I was the president of AmeriClicks, Inc. at the time AmeriClicks entered its contract with Press Association, Inc., but I did not enter into that contract in my individual capacity or on behalf of any other Defendant in this suit.

12. I maintain my personal business affairs separately from AHN Media Corp. I do not commingle assets. AHN Media Corp. has annual meetings and observes corporate formalities.

13. I do not in my individual capacity transact business or otherwise engage in any of the business activities discussed in the Complaint.

14. I have never resided in the State of New York.

15. I have never conducted any personal business in the State of New York, though I have visited as a tourist.

16. I do not have any bank accounts in the State of New York.

17. I have never sought or obtained licenses, registrations, or any other entitlements or privileges from the State of New York.

18. I have never owned or leased any real property within the State of New York.

19. I have never commenced a legal proceeding or been named as a defendant in any action in the State of New York (except for the instant action).

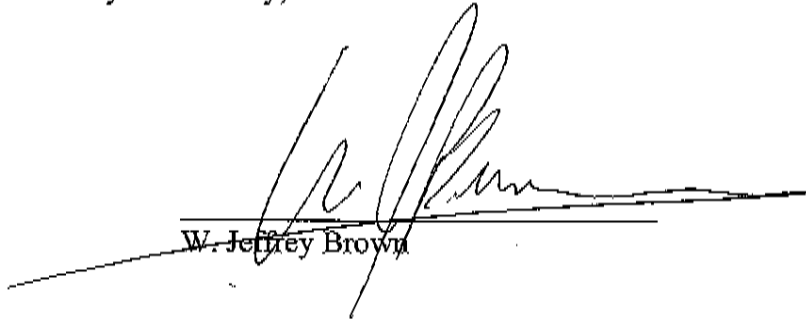
20. I have never designated anyone within the State of New York to accept legal service of process on my behalf, and I do not consent to this Court's exercise of jurisdiction over me in this civil action.

I declare pursuant to 28 U.S.C. § 1746 and under penalty of perjury that the foregoing is true and correct. Executed this 29th day of February, 2008

W. Jeffrey Brown

20. I have never designated anyone within the State of New York to accept legal service of process on my behalf, and I do not consent to this Court's exercise of jurisdiction over me in this civil action.

I declare pursuant to 28 U.S.C. § 1746 and under penalty of perjury that the foregoing is true and correct. Executed this 29th day of February, 2008



W. Jeffrey Brown

CERTIFICATE OF SERVICE

The undersigned hereby certifies that the foregoing Declaration of W. Jeffrey Brown was submitted to the Court's CM/ECF system on February 29, 2008 for service through the Court's Electronic Transmission Facilities upon the following:

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Counsel for Plaintiff

s/ Atul R. Singh

By: Atul R. Singh